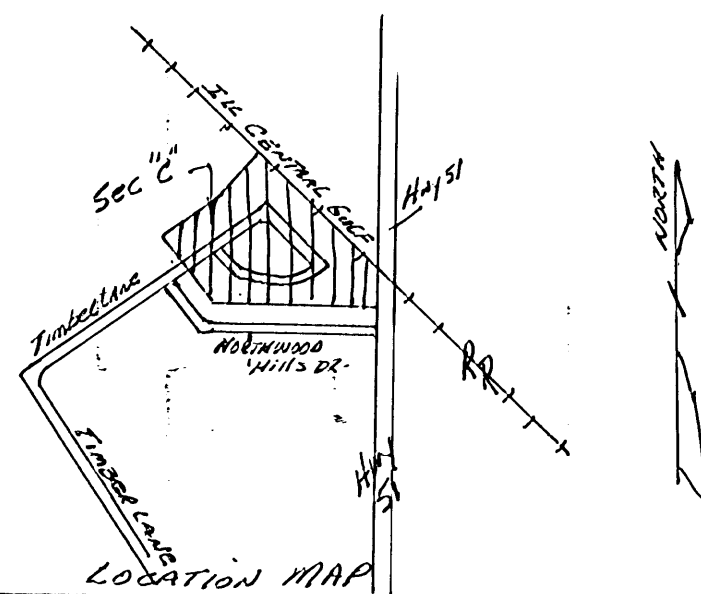


RESTRICTIVE COVENANTS FOR NORTHWOOD HILLS SECTION "C"

THESE COVENANTS ARE TO RUN WITH THE LAND AND SHALL BE BINDING ON ALL PARTIES AND ON ALL PERSONS CLAIMING UNDER THEM UNTIL JANUARY 1, 2010, AT WHICH TIME SAID COVENANTS SHALL EXTEND FOR SUCCESSIVE PERIODS OF TEN YEARS, UNLESS BY A VOTE OF THE MAJORITY OF THE THEN OWNERS OF THE LOTS IT IS AGREED TO CHANGE THE SAID COVENANTS, IN WHOLE OR IN PART. IF THE PARTIES HERETO, OR ANY ANY OF THEM, OR THEIR HEIRS OR ASSIGNS, SHALL VIOLATE OR ATTEMPT TO VIOLATE ANY OF THE COVENANTS HEREIN, IT SHALL BE LAWFUL FOR ANY OTHER PERSON OR PERSONS OWNING ANY REAL PROPERTY SITUATED IN THIS SUBDIVISION TO PROSECUTE ANY PROCEEDINGS AT LAW OR IN EQUITY AGAINST THE PERSONS VIOLATING OR ATTEMPTING TO VIOLATE ANY SUCH COVENANTS, AND EITHER PREVENT HIM OR THEM FROM RECOVERING DAMAGES OR OTHER DUES FOR SUCH VIOLATIONS. INVALIDATION'S OF ANY OF THESE COVENANTS BY JUDGMENT OR COURT ORDER SHALL IN NO WISE EFFECT ANY OF THE OTHER COVENANTS, WHICH SHALL REMAIN IN FULL FORCE AND EFFECT.

1. ALL LOTS IN THE SUBDIVISION SHALL BE FOR RESIDENTIAL USE ONLY AND NO LOTS SHALL BE RESUBDIVIDED INTO SMALLER LOTS.
2. NO STRUCTURE SHALL BE ERECTED, ALTERED, PLACED, OR PERMITTED TO REMAIN ON ANY LOT OTHER THAN A SINGLE FAMILY DWELLING UNLESS APPROVED BY THE DEVELOPER OR THE ARCHITECTURAL CONTROL COMMITTEE.
3. NO FENCE, EITHER TEMPORARY OR PERMANENT, SHALL BE PLACED ON ANY LOT WHICH WILL BE CLOSER TO THE STREET THAN THE FRONT MINIMUM BUILDING LINE. NO ELECTRIC FENCES OR BARBED WIRE FENCES WILL BE PERMITTED IN THE SUBDIVISION.
4. NO TRAILERS, BASEMENTS, TENTS, SHACKS, GARAGES, BARNs, OR ANY OUTBUILDINGS ERECTED IN THE SUBDIVISION SHALL AT ANY TIME BE USED AS A RESIDENCE, EITHER TEMPORARILY OR PERMANENTLY. NO NOXIOUS OR OFFENSIVE TRADE OR ACTIVITY SHALL BE CARRIED ON UPON ANY LOT, NOR SHALL ANYTHING BE DONE THEREON WHICH MAY BE AN ANNOYANCE OR NUISANCE TO THE NEIGHBORHOOD. NO CARS OR TRUCKS WILL BE ALLOWED TO REMAIN IN THE SUBDIVISION AREA WITHOUT THE PROPER CITY STICKERS AND DESOTO COUNTY LICENSE TAGS.
5. NO SIGNS SHALL BE PERMITTED IN THE SUBDIVISION LARGER THAN FIVE SQUARE FEET IN AREA.
6. THE TOTAL MINIMUM HEATED AREA OF ANY RESIDENCE IN THE SUBDIVISION, EXCLUSIVE OF OPEN PORCHES, OR CAR PORTS SHALL BE 1200 SQUARE FT. EXTERIOR OF ALL OUT BUILDINGS TO MATCH HOME EXTERIOR.
7. ALL CONSTRUCTION ON THE LOTS IN THE SUBDIVISION MUST BE APPROVED BY THE DEVELOPER OR AN ARCHITECTURAL CONTROL COMMITTEE WHICH WILL BE SET UP AT SUCH TIME AS THE DEVELOPER DECIDES TO. APPROVAL FOR THE CONSTRUCTION MUST BE OBTAINED FROM THE DEVELOPER OR ARCHITECTURAL CONTROL COMMITTEE BEFORE ANY CONSTRUCTION CAN BEGIN.
8. NO ANIMALS, LIVESTOCK OR POULTRY OF ANY KIND SHALL BE RAISED, BRED, OR KEPT ON ANY LOT EXCEPT THAT DOGS, CATS, AND OTHER SMALL TYPE PETS MAY BE KEPT, PROVIDED THAT THEY ARE NOT KEPT, BRED, OR MAINTAINED FOR COMMERCIAL PURPOSE. A PROPER PEN, AND OR SHELTER SHALL BE PROVIDED FOR SUCH ANIMALS AND THESE ANIMALS WILL NOT BE ALLOWED TO RUN "LOOSE" IN THE SUBDIVISION.
9. ALL BUILDINGS IN THE SUBDIVISION SHALL BE REQUIRED TO MEET THE MINIMUM BUILDING CODE OF THE CITY OF HERNANDO. ALL CONSTRUCTION SHALL BE REQUIRED TO BE COMPLETED WITHIN 12 MONTHS FROM THE DATE OF THE BEGINNING OF THE CONSTRUCTION.
10. THERE IS A 25 FOOT MINIMUM FRONT YARD SET BACK FOR THE LOTS, A 20 FOOT MINIMUM REAR YARD SET BACK, AND THERE SHALL BE PROVIDED TWO SIDE YARD SET BACKS, HAVING A MINIMUM OF 5 FEET; HOWEVER, THE SUM OF THE WIDTHS OF BOTH SIDE YARDS SHALL BE 10 FEET. THERE IS A 3 FOOT UTILITY EASEMENT ALONG THE SIDE LOT LINES AND A 10 FOOT UTILITY EASEMENT ALONG THE FRONT AND REAR LINES OF EACH LOT EXCEPT AS NOTED ON THE PLAT.
11. NO RADIO OR TELEVISION TRANSMISSION OR RECEIVING TOWERS OR ANTENNAE OF MORE THAN 10 FEET IN HEIGHT ABOVE THE ROOF OF THE HOUSE SHALL BE PERMITTED AND NO TELEVISION DISHES GREATER THAN 24 INCHES IN DIAMETER WILL BE PERMITTED IN THE SUBDIVISION.



OWNERS CERTIFICATE

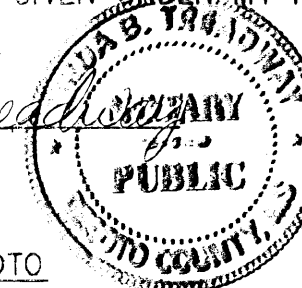
WE, Kimberlin Inc. THE OWNERS OR MORTGAGE HOLDERS OF THE SUBDIVISION HEREON, HEREBY ADOPT THIS AS OUR PLAN OF SUBDIVISION AND DEDICATE THE RIGHT OF WAYS FOR THE STREETS AS SHOWN ON THE PLAT TO THE PUBLIC USE AND TO THE CITY OF HERNANDO. WE ALSO RESERVE THE UTILITY EASEMENTS AS SHOWN ON THE PLAT FOR THE PUBLIC UTILITIES. WE CERTIFY THAT WE ARE THE OWNERS OR MORTGAGE HOLDERS OF THE PROPERTY AND THAT NO TAXES ARE DUE AND PAYABLE ON THE PROPERTY. THIS THE 21st DAY OF April, 1999.

James C. Kimberlin, Inc.
KIMBERLIN, INC.

STATE OF MISSISSIPPI, COUNTY OF DESOTO

PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITY, IN AND FOR THE STATE AND COUNTY AFORESAID Kimberlin Inc. WHO ACKNOWLEDGED THAT THEY SIGNED AND DELIVERED THE FORGOING PLAT FOR THE PURPOSE THEREIN MENTIONED. GIVEN UNDER MY HAND AND OFFICIAL SEAL THIS THE 21st DAY OF April, 1999.

Linda B. Treadway
NOTARY PUBLIC

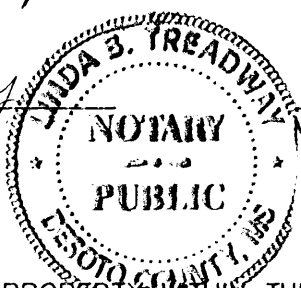


MY COMMISSION EXPIRES

STATE OF MISSISSIPPI, COUNTY OF DESOTO

PERSONALLY APPEARED BEFORE ME, THE UNDERSIGNED AUTHORITY, IN AND FOR THE STATE AND COUNTY AFORESAID James C. Kimberlin, Inc. AS President OF Kimberlin Inc. WHO ACKNOWLEDGED THAT FOR AND ON BEHALF OF SAID CORPORATION, AS President HE SIGNED SEALED AND DELIVERED SAID INSTRUMENT, AS ITS FREE ACT AND DEED, HE FIRST BEING DULY QUALIFIED AND ACKNOWLEDGED SO TO DO. GIVEN UNDER MY HAND AND OFFICIAL SEAL THIS THE 21st DAY OF April, 1999.

Linda B. Treadway
NOTARY PUBLIC



MY COMMISSION EXPIRES

CERTIFICATE OF SURVEY

THIS IS TO CERTIFY THAT I HAVE SURVEYED THE PROPERTY WITHIN THE SUBDIVISION AND THAT THIS PLAT REPRESENTS THE SURVEY.

APPROVED BY THE HERNANDO PLANNING COMMISSION ON THE 14th DAY OF MAY, 1999.

James C. Kimberlin, Inc.
SECRETARY

VICE CHAIRMAN

APPROVED BY THE MAYOR AND BOARD OF ALDERMEN OF THE CITY OF HERNANDO ON THE 18th DAY OF MAY, 1999.

Edward B. Gale
CITY CLERK

MAYOR EDWARD B. GALE

STATE OF MISSISSIPPI, COUNTY OF DESOTO

I HEREBY CERTIFY THAT THE SUBDIVISION PLAT SHOWN HEREON WAS FILED FOR RECORD IN MY OFFICE AT 10:40 O'CLOCK A.M. ON THE 16th DAY OF June, 1999 AND WAS IMMEDIATELY ENTERED UPON THE PROPER INDEX AND DULY RECORDED IN PLAT BOOK 666 ON PAGE 49.

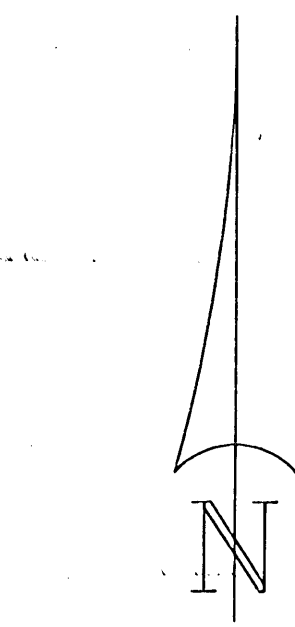
STATE OF MISSISSIPPI, CITY OF HERNANDO

I HEREBY CERTIFY THAT THE SUBDIVISION PLAT SHOWN HEREON WAS FILED FOR RECORD IN MY OFFICE AT 9:00 O'CLOCK A.M. ON THE 16th DAY OF June, 1999 AND WAS IMMEDIATELY ENTERED UPON THE PROPER INDEX AND DULY RECORDED IN PLAT BOOK 3 ON PAGE 49.

J. E. Davis Chancery Clerk
CHANCERY COURT CLERK J. E. Davis

Edward B. Gale City Clerk
HERNANDO PLANNING DEPT.

SECTION C
NORTHWOOD HILLS
SECTION 12; TOWNSHIP 3 SOUTH - RANGE 8 WEST
CITY OF HERNANDO, DESOTO COUNTY, MISSISSIPPI.
PAGE ONE



MAY 20, 1999
SCALE: 1" = 100'
48 LOTS
13.79 AC.



CURVE #	RADIUS	ARC	TANGENT	CHORD DIST.	CHORD BRG.
34	2807	288.63	159.62	276.02	S 63°12'26" E
35	109	22.25	22.63	17.63	N 22°17'31" E
36	25	40.96	26.73	36.93	S 82°37'17" E
37	25	37.32	24.38	34.13	N 17°22'41" E
38	305	35.41	27.78	35.33	S 40°55'43" E
39	305	34.41	27.29	34.34	S 51°12'44" E
40	305	30.38	24.23	30.32	S 61°03'19" E
41	305	31.84	25.98	31.76	S 70°39'25" E
42	305	33.80	26.97	33.73	S 80°34'43" E
43	305	48.56	24.33	48.51	S 89°40'23" E
44	255	8.22	4.11	8.22	S 36°26'59" E
45	255	86.05	43.44	85.64	S 47°12'24" E
46	255	96.38	48.77	95.81	S 57°12'33" E
47	255	72.13	36.32	71.91	S 66°39'00" E
48	125	18.02	9.02	18.00	N 80°14'41" E
49	125	50.34	25.52	50.00	N 64°06'41" E
50	125	45.25	22.87	45.00	N 49°43'17" E
51	125	43.25	22.07	43.00	N 22°50'55" E
52	125	50.34	25.52	50.00	N 01°04'31" E
53	125	50.34	25.52	50.00	N 21°59'54" V
54	125	19.91	9.95	19.85	N 58°05'53" V
55	75	167.42	153.42	134.76	S 21°17'31" V
56	25	58.69	59.62	46.11	N 75°07'29" V
57	50	23.21	15.14	28.80	N 63°47'31" V
58	50	32.23	16.71	31.62	N 80°20'06" E
59	50	62.93	38.14	28.59	S 26°29'40" V
60	50	52.26	28.84	49.97	S 20°39'17" V

3' UTILITY EASEMENT ON SIDE LOTS UNLESS NOTED
10' UTILITY EASEMENTS ON FRONT LOT LINES
5' UTILITY EASEMENTS ON REAR LOT LINES
5' MIN. SIDE YARD SETBACK
35' MINIMUM BUILDING SET BACK FROM CURB
NOTE: LOTS 116, 115, 114, & 113 HAS A
10' UTILITY EASEMENT ALONG THE SEWER LINE
IN CONFORMANCE TO ABOVE STATED EASEMENT.

J.F. Lauderdale L.S.P.E.
9123 Pigeon Roost
Olive Branch, MS 38654
Phone: (662) 675-0422

SECTION "C"
NORTHWOOD HILLS
SECTION 12; TOWNSHIP 3 SOUTH; RANGE 8 WEST
CITY OF HERNANDO, DESOTO COUNTY, MISSISSIPPI.
PAGE TWO
ZONING: R-12 OVERLAY